



Q & M DENTAL GROUP (SINGAPORE) LIMITED
(Company Registration Number 200800507R)
(Incorporated in the Republic of Singapore)

ENTRY INTO MEMORANDUM OF UNDERSTANDING AND INCORPORATION OF A SUBSIDIARY

The Board of Directors ("**Board**") of Q & M Dental Group (Singapore) Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that its wholly owned subsidiary, Singapore Dental Cadcam Laboratory Pte. Ltd. ("**SDCL**") has on 12 September 2025, entered into a memorandum of understanding ("**MOU**") with Q & M Dental (Shenyang) Pte. Ltd. ("**QMSY**"). SDCL and QMSY shall hereinafter collectively be referred to as the "**Parties**".

QMSY is a wholly owned subsidiary of Aoxin Q & M Dental Group Limited ("**Aoxin**"). Aoxin is a subsidiary of the Company.

The MOU relates to the formation of a joint venture to carry out the provision of laboratory services including processing of porcelain crown, bridges and dentures, and development of dental inlay technology ("**Proposed JV**").

The Parties are currently in discussions on the terms of the joint venture shareholders' agreement ("**JVSHA**") to be entered into in relation to the Proposed JV. Under the terms of the MOU, the Parties have agreed, on a best endeavours basis, to enter into definitive documentation, including the JVSHA, within a period of six (6) months from the date of the MOU or such other date as may be agreed between the Parties.

In connection with the Proposed JV, the Board wishes to announce that the Parties have on 4 August 2025 incorporated a company, Dental Excellence Digital Services Centre Pte. Ltd. ("**JVCo**"), through which the Proposed JV will operate. Details of the JVCo are as follows:

Name	: Dental Excellence Digital Services Centre Pte. Ltd
Issued and Paid-up share capital	: S\$100 comprising 100 ordinary shares
Shareholding	: As at the date of this announcement, SDCL holds 51 ordinary shares representing 51% of the issued share capital of the JVCo.
	The remaining 49 ordinary shares, representing 49% of the issued share capital of the JVCo, is held by QMSY.

The incorporation of JVCo is funded through internal resources and is not expected to have any material impact on the net tangible assets and earnings per share of the Company for the financial year ending 31 December 2025.

As noted above, QMSY is a wholly-owned subsidiary of Aoxin (a subsidiary of the Company). As at the date of this announcement, Dr. Ng Chin Siau ("**Dr. Ng**"), the Non-Independent Executive Director and Group Chief Executive Officer of the Company, is a director of QMSY. In addition, Dr. Ng is a Non-

Executive and Non-Independent Director of Aoxin. Dr. Ng is also interested in approximately 0.03%¹ of the total issued share capital of Aoxin (other than that held through the Company). Accordingly, Dr. Ng has abstained from and will not be involved in any decision of the Board in relation to the Proposed JV. In addition, Professor Chew Chong Yin, an Independent Non-Executive Director of the Company is also an Independent Non-Executive Director of Aoxin. Accordingly, Professor Chew Chong Yin has abstained from and will not be involved in any decision of the Board in relation to the Proposed JV. For completeness, Ms. Ng Sook Hwa, the Chief Financial Officer of the Company is also a Non-Executive and Non-Independent Director of Aoxin. Save as disclosed and save for their respective shareholdings and/or directorships in the Company, none of the directors or controlling shareholders of the Company has any interest, direct or indirect in the Proposed JV.

The Company will make the necessary announcements as and when there are further developments relating to the Proposed JV (including any material developments and progress made).

Shareholders are advised to exercise caution in trading their shares. There is no certainty or assurance as at the date of this announcement that the Proposed JV will be completed. Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Ng Sook Hwa
Chief Financial Officer

12 September 2025

¹ Dr. Ng has a direct interest in 163,300 shares of Aoxin. He is deemed interested in an aggregate of 271,886,346 shares of Aoxin held by the Company and Quan Min Holdings Pte. Ltd. He is also deemed interested in 10,000 shares of Aoxin held by his spouse, Madam Foo Siew Jiuan. As at the date of this announcement, the total share capital of Aoxin comprises 511,522,048 shares.